

Exhibit R

RCUCCJSN11270924

ResCap
Debt Forgiveness Schedule
By Legal Entity

Draft - Subject to Change

(\$ in millions)		Year					Entity Status	BV of Assets 12/31/2012 ⁽¹⁾	Check	Entity Status
Forgiven By	In Favor Of	2008	2009	2010	2011	2012				
Residential Capital, LLC	Residential Funding Co., LLC	\$ 2,000	\$ 151	\$ -	\$ -	\$ -	Debtor	880	-	Same
	GMAC RFC Europe Limited	1,800	-	-	-	-	Non Debtor/Active	(1)	-	Changed
	GMAC - RFC (UK) Limited	725	371	80	-	-	Sold 9/30/2010	n/a	-	Same
	GMAC RFC Investment B.V.	154	435	-	-	-	Sold 10/01/2010	n/a	-	Same
	Investments BV GX1	-	165	285	3	-	SPE/Active	589	-	Same
	RFC UK Ltd Vadtuet	15	175	231	-	-	SPE/Active	452	-	Changed
	GMAC Res Fund of Canada	154	5	-	-	-	Non Debtor/Active	420	-	Same
	Australia GMAC RFC	23	122	-	-	-	Sold 7/02/2009	159	-	Same
	Vadtuet (no.7)	-	-	-	-	-	SPE/Active	145	-	Same
	Financiera Auritea, S.A.	-	39	-	-	134	Non Debtor/Active	n/a	-	Same
	GMAC RFC Property Finance Ltd	-	33	-	-	-	Non Debtor/Active	39	-	Same
	PREDMAC 2 N.L.NETH B.V.	-	19	-	3	-	SPE/Active	22	-	Same
	Subtotal	4,871	1,495	615	5	134		7,120	-	
	GMAC Mortgage LLC	-	2,520	-	-	-	Debtor	3,934	-	Same
Residential Funding Co., LLC	RFC Asset Holdings II, LLC	1,228	-	-	-	-	Debtor	1,228	-	Same
	GMAC Model Home Finance, LLC	481	-	-	-	-	Sold 6/2008	481	-	Changed
	Equity Investment I, LLC	392	-	-	-	-	Debtor	392	-	Same
	Dissolved 12/30/2011	-	88	-	-	-	Debtor	88	-	Same
	CMH Holdings, LLC	48	-	-	-	-	Non Debtor/Active	48	-	Same
	DOA Properties IX, LLC	43	0	-	45	-	Debtor	45	-	Same
	DOA Holding Properties, LLC	31	-	-	-	-	Debtor	43	-	Same
	DOA Properties I, LLC	18	21	-	-	-	Dissolved 8/09/2011	31	-	Same
	Equity Investment IV	14	-	-	-	-	Sold 6/2008	14	-	Same
	KBOne, LLC	7	-	-	-	-	Dissolved 8/09/2011	7	-	Same
	DOA Properties II, LLC	-	-	-	-	-	Debtor	18	-	Same
	RFC-GSAP Servicer Advance, LLC	6	-	-	1	-	Sold 6/2008	14	-	Changed
	DOA Properties IV, LLC	-	-	-	-	-	Debtor	7	-	Same
	Developers of Hidden Springs	-	-	-	7	-	Dissolved 12/30/2011	6	-	Same
	DOA Holdings NoteCo, LLC	5	-	-	5	-	Dissolved 4/12/2012	5	-	Same
Passive Asset Transactions LLC	REG-PFH, LLC	4	-	-	-	-	Dissolved 12/30/2001	5	-	Same
	LeanOne, LLC	-	-	-	-	-	Sold 6/2008	4	-	Same
	RFC Construction Funding LLC	2	-	-	2	-	Debtor	2	-	Same
	Hidden Springs Sewer Company	-	1	-	-	-	Sold 9/23/2009	2	-	Same
	GMAC Model Home I, LLC	-	-	-	-	-	Debtor	1	-	Same
	Amerland LLC	1	-	-	-	-	Dissolved 12/30/2011	1	-	Same
	GNCMTH, LLC	0	-	-	0	-	Sold 6/2008	1	-	Same
	DOA Properties IIIB, LLC	-	-	-	0	-	Sold 9/30/2008	0	-	Same
	DOA Properties V, LLC	0	-	-	-	-	Dissolved 12/30/2011	0	-	Same
	DOA Properties VIII, LLC	-	0	-	-	-	Cancelled 6/06/2008	0	-	Same
	RFC Resort Funding LLC	-	-	-	-	-	Sold 7/23/2008	0	-	Same
	DOA Properties VII, LLC	-	-	-	-	-	Dissolved 8/09/2011	0	-	Same
	Subtotal	2,280	111	-	61	-		2,452	-	Same
	Flume (no.8)	-	-	351	-	53	SPE/Active	404	-	Same
	GX CE Funding II B.V.	-	-	311	-	-	SPE/Active	311	-	Same
Homecomings Financial, LLC	Subtotal	-	-	662	-	53		715	-	Same
	GMAC Model Home Finance, LLC	-	-	-	209	-	Sold to CMH 6/2008	209	-	Same
	GMAC Model Home Finance, LLC	-	-	-	0	-	Sold 6/2008	0	-	Same
	DOA Properties IIIB, LLC	-	-	-	0	-	Sold 9/30/2008	0	-	Same
	KBOne, LLC	-	-	-	0	-	Sold 6/2008	0	-	Same
	LeanOne, LLC	-	-	-	0	-	Sold 6/2008	0	-	Same
	Subtotal	-	-	-	0	-		0	-	Same
	Subtotal of Top Interco Notes	7,150	4,126	1,277	275	187		13,015	(209)	Same
	Various	636	-	-	503	-		1,139	-	Same
	CMH Holdings, LLC	-	-	-	457	-		457	-	Same
	Flume (no.8)	-	-	351	-	53		404	-	Same
	GX CE Funding II B.V.	-	-	311	-	-		311	-	Same
	DOA Holding Properties, LLC	-	-	-	268	-		268	-	Same
	Various	89	-	-	773	134		997	-	Same
	Remaining	-	-	-	-	-		-	-	Same
	Total	\$ 7,876	\$ 4,126	\$ 1,938	\$ 2,276	\$ 374		\$ 16,589	-	Same

ResCap
Debt Forgiveness Schedule
By Legal Entity

Draft - Subject to Change

Entity Status

BV of Assets
12/31/2012⁽¹⁾

(\$ in millions)	Forgiven By	In Favor Of	Entity Status	Year	2008	2009	2010	2011	2012	Grand Total
------------------	-------------	-------------	---------------	------	------	------	------	------	------	-------------

(1) Includes only pledged and unpledged asset balances. Excludes non-economic and securitized assets and accounting entries.

Residential Funding Co., LLC

RFC Asset Holdings II, LLC
GMAC Model Home Finance, LLC
Equity Investment I, LLC
RC Properties I, LLC
CMH Holdings, LLC
DOA Properties IX, LLC
DOA Holding Properties, LLC
DOA Properties I, LLC
Equity Investment IV
KBOne, LLC
DOA Properties II, LLC
RFC-GSAP Servicer Advance, LLC
DOA Properties IV, LLC
Developers of Hidden Springs
DOA Holdings NoteCo, LLC
REG-PFH, LLC
LentOne, LLC
RFC Construction Funding LLC
Hidden Springs Sewer Company
GMAC Model Home I, LLC
Ameriland LLC
GMCMTL, LLC
DOA Properties IIB, LLC
DOA Properties V, LLC
DOA Properties VIII, LLC
RFC Resort Funding LLC
DOA Properties VII, LLC
Subtotal

Dissolved 12	\$ -	\$ 88	\$ -	\$ -	\$ 88					\$ 88
Active, non c	48	-	-	-	-	45	-	-	-	48
Debtor	-	-	-	-	-	-	-	-	-	-
Debtor	43	0	-	-	-	-	-	-	-	43
Dissolved 8/	31	-	-	-	-	-	-	-	-	31
Dissolved 8/	-	21	-	-	-	-	-	-	-	21
Entity and it	18	-	-	-	-	1	-	-	-	18
Dissolved 8/	14	-	-	-	-	-	-	-	-	14
Debtor	7	-	-	-	-	-	-	-	-	7
Dissolved 12	-	-	-	-	-	7	-	-	-	7
Dissolved 12	6	-	-	-	-	-	-	-	-	6
Dissolved 4/	-	-	-	-	-	5	-	-	-	5
Dissolved 12	5	-	-	-	-	-	-	-	-	5
Entity and it	4	-	-	-	-	0	-	-	-	4
Debtor	-	-	-	-	-	2	-	-	-	2
Sold 9/23/2	2	-	-	-	-	-	-	-	-	2
Debtor	-	1	-	-	-	-	-	-	-	1
Dissolved 12	1	-	-	-	-	-	-	-	-	1
Entity and it	0	-	-	-	-	-	-	-	-	0
Sold 9/30/2	-	-	-	-	-	0	-	-	-	0
Dissolved 12	0	-	-	-	-	-	-	-	-	0
Cancelled 6/	-	0	-	-	-	-	-	-	-	0
Sold to Ally	-	-	-	-	-	0	-	-	-	0
Dissolved 8/	0	-	-	-	-	-	-	-	-	0
Debtor	243	-	-	-	-	-	-	-	-	243
Active, non c	10	-	-	-	-	223	-	-	-	233
Debtor	-	-	-	-	-	-	-	-	-	-
Subtotal	\$ -	\$ 432	\$ 111	\$ -	\$ 431	\$ 168				\$ 994

GMAC Model Home Finance, LLC

RFC Asset Holdings II, LLC
CMH Holdings, LLC
Residential Funding Co., LLC
DOA Properties IX, LLC
KBOne, LLC
DOA Properties III, LLC
DOA Properties IIB, LLC
DOA Properties VII, LLC
DOA Properties V, LLC
GMCMTL, LLC
Win-Win Boaz Parade III, LLC
Win-Win Boaz Pool I, LLC
Win-Win Spectrum, LLC
Subtotal

Entity and it	\$ 90	\$ -	\$ -	\$ -	\$ 90					\$ 90
Dissolved 12	30	-	-	-	-	53	-	-	-	83
Sold 9/30/2	48	-	-	-	-	-	-	-	-	48
Dissolved 8/	40	-	-	-	-	-	-	-	-	40
Dissolved 12	30	-	-	-	-	2	-	-	-	32
Entity and it	25	-	-	-	-	5	-	-	-	30
Unknown di	19	-	-	-	-	-	-	-	-	19
Dissolved 8/	12	-	-	-	-	-	-	-	-	12
Dissolved 8/	3	-	-	-	-	-	-	-	-	3
Special Purp	-	-	-	-	351	-	-	-	-	351
Special Purp	-	-	-	-	311	-	-	-	-	311
Win-Win Boaz Pool I, LLC	-	-	-	-	230	-	-	-	-	230
Win-Win Spectrum, LLC	-	-	-	-	227	-	-	-	-	227
Subtotal	\$ -	\$ 297	\$ -	\$ 662	\$ 517	\$ 1,476				\$ 1,476

Passive Asset Transactions LLC

Flume (no.8)
GS CE Funding II B.V.
Subtotal

GAAP Only e	\$ -	\$ -	\$ -	\$ 311	\$ -	\$ 267				\$ 311
Debtor	-	-	-	-	-	-	-	-	-	267
Subtotal	\$ -	\$ -	\$ -	\$ 311	\$ 267	\$ 578				\$ 578

RCUCCJSN11270924

ResCap
Debt Forgiveness Schedule
By Legal Entity

Draft - Subject to Change

(\$ in millions)		Forgiven By	In Favor Of	Entity Status	Year					BV of Assets 12/31/2012 ⁽¹⁾	Check	Entity Status
					2008	2009	2010	2011	2012			Grand Total
CMH Holdings, LLC			Residential Funding Co., LLC			\$ -	\$ -	\$ -	\$ 209	\$ 209		
			GMAC Model Home I, LLC			-	-	-	141	141		
			Subtotal			\$ -	\$ -	\$ -	\$ 350	\$ 350		
Flume (no.8)			RFC UK Ltd Flume			\$ -	\$ -	\$ -	\$ 0	\$ 0		
			Investments BV GX2			\$ -	\$ -	\$ -	\$ 106	\$ 106		
DOA Holding Properties, LLC			Residential Funding Co., LLC			\$ -	\$ -	\$ -	\$ 0	\$ 0		
			DOA Properties III, LLC			-	-	-	141	141		
			Subtotal			\$ -	\$ -	\$ -	\$ 141	\$ 141		
RFC Asset Holdings II, LLC			GMAC Model Home Finance, LLC			\$ -	\$ -	\$ -	\$ -	\$ -		
			Residential Funding Co., LLC			\$ -	\$ -	\$ -	\$ 39	\$ 39		
Equity Investment I, LLC			RC Properties I, LLC			-	-	-	8	8		
			DOA Properties IX, LLC			-	-	-	69	69		
			DOA Holding Properties, LLC			55	-	-	-	55		
			Subtotal			\$ -	\$ -	\$ -	\$ 116	\$ 171		
RFC Construction Funding LLC			DOA Holding Properties, LLC			Disolved 1/	\$ 0	\$ -	\$ -	\$ 0		
			RC Properties I, LLC			Sold to CMH	18	-	-	32	50	
			Homecomings Financial, LLC			Sold to CMH	-	-	16	16		
			Subtotal			\$ -	\$ 18	\$ -	\$ -	\$ 48	\$ 66	
RC Properties I, LLC			Residential Funding Co., LLC			Debtor	\$ -	\$ -	\$ -	\$ 9	\$ 9	
			DOA Holding Properties, LLC			Debtor	\$ -	\$ -	\$ -	6	6	
			Subtotal			\$ -	\$ -	\$ -	\$ 15	\$ 15		
Viaduct (no.7)			RFC UK Ltd Viaduct			Disolved 1	\$ -	\$ -	\$ -	\$ 0	\$ 0	
			DOA Holding Properties, LLC			Sold to CMH	\$ -	\$ -	\$ -	\$ 15	\$ 15	
DOA Properties IX, LLC			RFC Construction Funding LLC			Debtor	-	-	14	14		
			RC Properties I, LLC			Debtor	-	-	13	13		
			Subtotal			\$ -	\$ -	\$ -	\$ 41	\$ 41		
Other Legal Entities (<\$100M)			Residential Funding Co., LLC			Debtor	\$ -	\$ -	\$ 7	\$ 7		
			GMAC Mortgage Serv Advance Fund			Debtor	5	-	-	5		
			Residential Consumer Serv LLC			Debtor	-	-	4	4		
			MINT TVFN Holdings, LLC			Disolved 12	2	-	-	2		
			GMAC Model Home Finance, LLC			Sold to CMH	0	-	-	0		
			GMAC Model Home Finance, LLC			Debtor	-	-	0	0		
			Residential Funding Co., LLC			Debtor	-	-	0	0		
			RFC Construction Funding LLC			Sold 9/30/2	-	-	-	0	0	
			DOA Holding Properties, LLC			Entity and it	-	-	-	0	0	
			Residential Funding Co., LLC			Entity and it	-	-	-	0	0	
			RC Properties I, LLC			-	7,876	4,126	1,938	2,276	16,215	
			DOA Properties IX, LLC			-	-	-	-	-	-	
			GMAC Model Home Finance, LLC			-	-	-	-	-	-	
			DOA Holding Properties, LLC			-	-	-	-	-	-	
			Residential Funding Co., LLC			-	-	-	-	-	-	
			DOA Holding Properties, LLC			-	-	-	-	-	-	
			Home Connections Funding LLC			-	-	-	-	-	-	
			Home Connects Lending Serv LLC			-	-	-	-	-	-	
			Residential Funding Co., LLC			-	-	-	-	-	-	
			Developers of Hidden Springs			-	-	-	-	-	-	
		Residential Funding Co., LLC			-	-	-	-	-	-		
		GMAC Model Home Finance, LLC			-	-	-	-	-	-		
		Homecomings Financial LLC			-	-	-	-	-	-		
		Residential Funding Co., LLC			-	-	-	-	-	-		
		DOA Holding Properties, LLC			-	-	-	-	-	-		
		GMAC Model Home Finance, LLC			-	-	-	-	-	-		
		DOA Properties III, LLC			-	-	-	-	-	-		
		KBOne, LLC			-	-	-	-	-	-		
		LenOne, LLC			-	-	-	-	-	-		
		Subtotal			\$ -	\$ 7,883	\$ 4,126	\$ 1,938	\$ 2,286	\$ 16,233		
		GRAND TOTAL			\$ 4,871	\$ 12,699	\$ 4,851	\$ 2,916	\$ 4,475	\$ 29,813		

Sum of Amount	Year						
Description	2008	2009	2010	2011	2012	Grand Total	
Residential Capital, LLC	4,871	1,495	615	5	134	7,120	
GMAC Residential Holding Co LLC	-	2,520	-	-	-	2,520	
Residential Funding Co., LLC	2,280	111	-	61	-	2,452	
GMAC Model Home Finance, LLC	636	-	-	503	-	1,139	
Passive Asset Transactions LLC	-	-	662	-	53	715	
CNH Holdings, LLC	-	-	-	457	-	457	
Hume (no 8)	-	-	351	-	53	404	
GX CE Funding II B.V.	-	-	311	-	-	311	
DOA Holding Properties, LLC	-	-	-	288	-	288	
RFC Asset Holdings II, LLC	-	-	-	208	-	208	
Equity Investment I, LLC	-	-	-	166	-	166	
RFC Construction Funding LLC	-	-	-	151	-	151	
RFC Properties I, LLC	-	-	-	149	-	149	
Refund (no 7)	-	-	-	-	134	134	
DOA Properties IX, LLC	-	-	-	117	-	117	
DOA Properties III, LLC	-	-	-	69	-	69	
GMAC Mortgage LLC	60	-	-	89	-	149	
KBOne, LLC	18	-	-	32	-	50	
Win-Win Beaz Pardee III, LLC	-	-	-	16	-	16	
DOA Properties V, LLC	-	-	-	16	-	16	
DOA Properties IIIB, LLC	-	-	-	15	-	15	
DOA Holdings NoteCo, LLC	-	-	-	14	-	14	
GMAC Model Home I, LLC	-	-	-	13	-	13	
LerOne, LLC	4	-	-	4	-	8	
DOA Properties IV, LLC	-	-	-	7	-	7	
GMACRI Settlement Services LLC	5	-	-	-	-	5	
Developers of Hidden Springs	-	-	-	4	-	4	
Hidden Springs Sewer Company	2	-	-	-	-	2	
REG-PFH, LLC	-	-	-	1	-	1	
GMCWTH, LLC	0	-	-	0	-	0	
Ameriland LLC	-	-	-	0	-	0	
Homecomings Financial, LLC	-	-	-	0	-	0	
Grand Total	7,876	4,126	1,938	2,276	374	16,569	

RCUCCJSN11270924

Residential Capital, LLC
Debt Forgiveness

January 1, 2008 - May 13, 2012

Date	LE	From	To	Entity Status Today	Amount	Contribution Type	Reason	Document year
3/31/2008	50000	Residential Capital, LLC	Residential Funding Co., LLC	Debtor	2,000	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	SS003	GMAC Residential Holding Co LLC	GMAC Mortgage LLC	Debtor	2,000	Intra-GMAC Resi debt	Debt forgiveness required to meet net worth requirement	2008
7/31/2008	50000	Residential Capital, LLC	GMAC RFC Europe Limited	Non Debtor, active	1,800	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2008
12/30/2008	10010	Residential Funding Co., LLC	Residential Funding Co., LLC	Debtor	1,436	MUHFS contribution	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	10010	Residential Funding Co., LLC	RFC Asset Holdings II, LLC	Debtor	1,228	Intra-RFC debt	Revolver obligor/jointer positive net worth	Revolver of
6/30/2008	50000	ALLY	Residential Capital, LLC	Debtor	751	ResCap bonds	Contribution from Ally to ResCap Parent (Ally return of portion of ResCap bonds)	Ally debt in
3/31/2008	50000	ALLY	Residential Capital, LLC	Debtor	751	ResCap bonds	Ally OMR - FV of bonds later converted to shares of Ally Bank	Ally debt in
12/30/2008	SS003	GMAC Residential Holding Co LLC	Residential Capital, LLC	Debtor	600	Cash	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	SS003	Residential Funding Co., LLC	GMAC Model Home Finance, LLC	Sold to CMH 6/2008	500	Intra-GMAC Resi debt	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	10010	Residential Funding Co., LLC	GMAC RFC (UK) Limited	Sold to CMH 6/2008	382	Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
10/31/2008	SS005	Residential Capital, LLC	GMAC - RFC (UK) Limited	Sold 9/30/2010	377	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2008
10/31/2010	SS005	Flume (no B)	Flume (no B)	Special Purpose Entity/Active	351	P&L - Loan Writedown	Debt forgiveness required to meet net worth requirement	2010
10/31/2010	50001	Flume (no B)	RFC UK Ltd Flume	Special Purpose Entity/Active	351	P&L - Loan Writedown	Debt forgiveness required to meet net worth requirement	2010
6/30/2008	50000	Residential Capital, LLC	GMAC - RFC (UK) Limited	Sold 9/30/2010	348	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2008
12/31/2008	SS005	Residential Capital, LLC	GMAC - RFC (UK) Limited	Sold 9/30/2010	316	Cash (receivable at 12/31/08)	Debt forgiveness required to meet net worth requirement	2008
10/31/2010	SS005	Passive Asset Transactions LLC	Residential Capital, LLC	Special Purpose Entity/Active	311	P&L - Loan Writedown	Debt forgiveness required to meet net worth requirement	2010
10/31/2010	16220	GMAC Residential Holding Co LLC	GMAC RFC (UK) Limited	Special Purpose Entity/Active	311	P&L - Loan Writedown	Debt forgiveness required to meet net worth requirement	2010
11/30/2011	16220	DOA Holding Properties, LLC	Investments BV GX2	Debtor	267	Intra-ResCap debt	BCG entity dissolutions	2011
12/31/2009	50000	Residential Capital, LLC	Residential Funding Co., LLC	Debtor	267	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2009
3/31/2008	10500	ALLY	Residential Capital, LLC	Debtor	263	MSR debt	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	10500	ALLY	Residential Capital, LLC	Debtor	263	MSR debt	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	10500	ALLY	Residential Capital, LLC	Debtor	243	Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
11/30/2011	10555	CMH Holdings, LLC	RFC Asset Holdings II, LLC	Debtor	230	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
11/30/2011	10555	CMH Holdings, LLC	Residential Funding Co., LLC	Debtor	227	Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	10500	ALLY	Residential Capital, LLC	Debtor	223	Intra-RFC debt	BCG entity dissolutions	2011
6/3/2008	50000	ALLY	Residential Capital, LLC	Active, non debtor, minority interest	220	ResCap bonds	Debt forgiveness required to meet net worth requirement	2008
12/31/2008	50000	ALLY	Residential Capital, LLC	Debtor	220	ResCap bonds	Debt forgiveness required to meet net worth requirement	2008
10/29/2010	10015	RFC Asset Holdings II, LLC	RFC UK Ltd Viaduct	Debtor	211	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2010
11/30/2011	10015	RFC Asset Holdings II, LLC	Residential Funding Co., LLC	Sold to CMH 6/2008	209	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
12/31/2009	50000	ALLY	Residential Capital, LLC	Debtor	195	Stewardship	BCG entity dissolutions	2009
11/30/2008	50000	ALLY	Residential Capital, LLC	Sold 10/01/2010	187	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2008
9/30/2008	50000	ALLY	Residential Capital, LLC	Debtor	187	MSR debt	Debt forgiveness required to meet net worth requirement	2008
9/30/2008	50000	ALLY	Residential Capital, LLC	Sold 10/01/2010	179	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2008
8/31/2008	50000	ALLY	Residential Capital, LLC	Debtor	179	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2008
9/30/2008	50000	ALLY	Residential Capital, LLC	Debtor	175	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2008
9/30/2008	50000	ALLY	Residential Capital, LLC	Debtor	168	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2008
12/31/2008	50000	ALLY	Residential Capital, LLC	Debtor	165	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2008
12/31/2008	50000	ALLY	Residential Capital, LLC	Debtor	164	MSR	Debt forgiveness required to meet net worth requirement	2008
11/30/2011	10022	Equity Investment I, LLC	GMAC RFC Investment B.V	Sold 10/01/2010	154	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2011
11/30/2011	30004	RC Properties I, LLC	Residential Funding Co., LLC	Debtor	141	Intra-RFC debt	BCG entity dissolutions	2011
10/31/2008	50000	ALLY	Residential Capital, LLC	Debtor	141	MSR debt	Debt forgiveness required to meet net worth requirement	2008
5/11/2012	50000	Residential Capital, LLC	Residential Funding Co., LLC	Special Purpose Entity/Active	134	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2012
5/11/2012	50002	Viaduct (no.7)	Viaduct (no.7)	Debtor	134	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2012
5/11/2012	50002	ALLY	Residential Capital, LLC	Debtor	126	Rep and Warrant Release	Release on R&W to loans sold to Ally Bank as pre-Bankruptcy initial	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	124	LOC debt	ResCap \$250M net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	113	ResCap bonds	Debt forgiveness required to meet net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	108	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	102	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	98	MSR debt	Debt forgiveness required to meet net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	98	MSR debt	Debt forgiveness required to meet net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	95	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	90	Intra-RFC debt	Revolver obligor/jointer positive net worth	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	88	Intra-RFC debt	Revolver obligor/jointer positive net worth	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	86	Intra-RFC debt	Revolver obligor/jointer positive net worth	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	80	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	72	LOC debt	ResCap \$250M net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	70	Intra-RFC debt	BCG entity dissolutions	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	69	Intra-RFC debt	BCG entity dissolutions	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	62	MSR debt	Debt forgiveness required to meet net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	60	Intra-ResCap debt	Sale of Australian business	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	59	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	56	Intra-ResCap debt	Debt forgiveness required to meet net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	55	Intra-GMAC debt	Debt forgiveness required to meet net worth requirement	2012
12/31/2012	30003	ALLY	Residential Capital, LLC	Debtor	55	Intra-GMAC debt	Debt forgiveness required to meet net worth requirement	2012

RCUCCJSN11270924

Residential Capital, LLC Debt Forgiveness

January 1, 2008 - May 13, 2012

Date	LE	From	Description	Entity Status	To	Amount	Contribution Type	Reason	Document year
9/30/2008	10500	ALLY	Residential Capital, LLC	Debtor	Dissolved 12/30/2011	54	ResCap bonds	Debt forgiveness required to meet net worth requirement	2008
11/30/2011	10500	ALLY	Residential Capital, LLC	Debtor	Dissolved 12/30/2011	53	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
5/11/2012	S5095	Passive Asset Transactions LLC	Flume (no.8)	Special Purpose Entity/Active	Special Purpose Entity/Active	53	P&L - Loan Writedown	Flume debt forgiveness down to FV of underlying collateral	2012
5/11/2012	50001	ALLY	Flume (no.8)	Debtor	GAAP Only entity	53	P&L - Loan Writedown	Flume debt forgiveness down to FV of underlying collateral	2012
11/30/2009	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	52	MSR debt	Debt forgiveness required to meet net worth requirement	2011
11/30/2011	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	52	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
12/31/2008	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	52	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
7/31/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	48	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
7/31/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	48	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
11/30/2011	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	45	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
11/30/2011	30003	ALLY	Residential Capital, LLC	Debtor	Debtor	45	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
11/30/2009	50003	ALLY	Residential Capital, LLC	Debtor	Debtor	45	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2009
6/30/2008	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	40	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
11/30/2011	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	38	MSR debt	Debt forgiveness required to meet net worth requirement	2011
10/31/2009	50000	ALLY	Residential Capital, LLC	Debtor	Debtor	36	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2009
12/31/2011	430/2009	ALLY	Residential Capital, LLC	Debtor	Debtor	35	LOC debt	Debt forgiveness required to meet net worth requirement	2011
6/30/2009	50000	ALLY	Residential Capital, LLC	Debtor	Debtor	35	ResCap bonds	Debt forgiveness required to meet net worth requirement	2009
12/31/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	33	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
11/30/2009	50000	ALLY	Residential Capital, LLC	Debtor	Debtor	33	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2009
11/30/2011	10503	ALLY	Residential Capital, LLC	Debtor	Debtor	32	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
12/31/2011	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	31	LOC debt	Debt forgiveness required to meet net worth requirement	2011
6/30/2008	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	30	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	28	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	25	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
11/30/2011	10022	ALLY	Residential Capital, LLC	Debtor	Debtor	24	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
11/30/2009	50000	ALLY	Residential Capital, LLC	Debtor	Debtor	23	LOC debt	Debt forgiveness required to meet net worth requirement	2009
12/31/2011	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	23	LOC debt	Debt forgiveness required to meet net worth requirement	2011
3/31/2008	50000	ALLY	Residential Capital, LLC	Debtor	Debtor	22	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
9/30/2008	50000	ALLY	Residential Capital, LLC	Debtor	Debtor	22	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
6/30/2009	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	21	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2009
12/31/2011	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	20	LOC debt	Debt forgiveness required to meet net worth requirement	2011
1/29/2010	50000	ALLY	Residential Capital, LLC	Debtor	Debtor	20	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2010
12/31/2009	S5033	Residential Capital, LLC	Residential Capital, LLC	Debtor	Debtor	20	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2009
9/30/2008	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	19	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
10/29/2010	50000	ALLY	Residential Capital, LLC	Debtor	Debtor	19	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2010
9/30/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	18	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	10503	ALLY	Residential Capital, LLC	Debtor	Debtor	18	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
12/31/2009	50000	ALLY	Residential Capital, LLC	Debtor	Debtor	16	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2009
11/30/2011	10503	ALLY	Residential Capital, LLC	Debtor	Debtor	15	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
11/30/2008	50000	ALLY	Residential Capital, LLC	Debtor	Debtor	15	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
11/30/2011	10503	ALLY	Residential Capital, LLC	Debtor	Debtor	14	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
6/30/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	13	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
11/30/2011	10503	ALLY	Residential Capital, LLC	Debtor	Debtor	13	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
11/30/2008	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	12	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	10	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	10500	ALLY	Residential Capital, LLC	Debtor	Debtor	8	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
12/31/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	8	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
11/30/2011	10503	ALLY	Residential Capital, LLC	Debtor	Debtor	7	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
11/30/2011	10503	ALLY	Residential Capital, LLC	Debtor	Debtor	7	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
6/1/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	7	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
11/30/2011	10503	ALLY	Residential Capital, LLC	Debtor	Debtor	6	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
11/30/2011	10503	ALLY	Residential Capital, LLC	Debtor	Debtor	6	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
6/30/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	5	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	5	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
11/30/2011	10503	ALLY	Residential Capital, LLC	Debtor	Debtor	5	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2011
6/30/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	5	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
12/31/2009	50000	ALLY	Residential Capital, LLC	Debtor	Debtor	5	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2009
6/30/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	4	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008
6/30/2008	10010	ALLY	Residential Capital, LLC	Debtor	Debtor	4	Intra-RFC debt	Debt forgiveness required to meet net worth requirement	2008

RCUCCJSN11270924

Residential Capital, LLC Debt Forgiveness

January 1, 2008 - May 13, 2012

Date	LE	From	To	Entity Status Today	Amount	Contribution Type	Reason	Document Year
11/30/2011	15001	LenOne, LLC	GMAC Model Home Finance, LLC	Sold to CMH 6/2008		4 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	10018	Developers of Hidden Springs	Residential Funding Co., LLC	Debtor		4 Intra-RFC debt	BCG entity dissolutions	2011
9/30/2008	10010	Residential Funding Co., LLC	DOA Properties I, LLC	Dissolved 8/09/2011		3 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
7/31/2011	50000	Residential Capital, LLC	PREEMAC 2 NL NETH B.V.	Special Purpose Entity/Active		3 Intra-RFC debt	Debt forgiveness upon sale of Preemac assets at less than CV	2011
9/30/2008	10500	GMAC Model Home Finance, LLC	Win-Min Spectrum, LLC	Dissolved 8/09/2011		3 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
7/31/2011	50000	Residential Capital, LLC	Investments BV/GX1	GAAP Only entity		3 Intra-RFC debt	Debt forgiveness upon sale of GX1 assets at less than CV	2011
11/30/2011	10010	Residential Funding Co., LLC	REG-CPH, LLC	Debtor		2 Intra-RFC debt	BCG entity dissolutions	2011
6/30/2008	10010	Residential Funding Co., LLC	REG-CPH, LLC	Dissolved 12/30/2001		2 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
11/30/2011	10500	GMAC Model Home Finance, LLC	DOA Properties V, LLC	Dissolved 12/30/2011		2 Intra-RFC debt	BCG entity dissolutions	2011
6/30/2008	10019	Hidden Springs Sewer Company	Developers of Hidden Springs	Sold 9/23/2009		2 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
6/30/2008	10010	Residential Funding Co., LLC	Hidden Springs Sewer Company	Dissolved 12/30/2011		2 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
6/30/2008	10010	Residential Funding Co., LLC	REG-CPH, LLC	Sold 9/23/2009		1 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
11/30/2011	10021	REG-CPH, LLC	Residential Funding Co., LLC	Debtor		1 Intra-RFC debt	Revolver obligor/jointer positive net worth	2011
9/30/2009	10021	Residential Funding Co., LLC	GMAC Model Home I, LLC	Dissolved 12/30/2001		1 Intra-RFC debt	Revolver obligor/jointer positive net worth	2009
11/30/2011	10021	Residential Funding Co., LLC	GMAC Model Home I, LLC	Debtor		1 Intra-RFC debt	Revolver obligor/jointer positive net worth	2011
6/30/2008	10010	DOA Properties V, LLC	DOA Properties I, LLC	Dissolved 12/30/2011		1 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
6/30/2008	10010	Residential Funding Co., LLC	REG-CPH, LLC	Debtor		1 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
6/30/2008	10010	Residential Funding Co., LLC	KBOne, LLC	Entity and its parent sold to CMH 6/2008		1 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
6/30/2008	10010	Residential Funding Co., LLC	REG-CPH, LLC	Dissolved 12/30/2011		1 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
6/30/2008	10010	Residential Funding Co., LLC	Ameriland, LLC	Dissolved 12/30/2011		1 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
6/30/2008	10010	Residential Funding Co., LLC	GMCMTH, LLC	Entity and its parent sold to CMH 6/2008		0 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
6/30/2008	10517	GMCMTH, LLC	GMAC Model Home Finance, LLC	Sold to CMH 6/2008		0 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
6/30/2009	10010	ALLY	Residential Funding Co., LLC	Debtor		0 Tax debt	Tax receivable from GM	2009
11/30/2011	10010	Residential Funding Co., LLC	DOA Properties I, LLC	Sold 9/30/2008 ?		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	10022	Equity Investment I, LLC	DOA Properties I, LLC	Debtor		0 Intra-RFC debt	BCG entity dissolutions	2011
6/30/2008	10010	Residential Funding Co., LLC	DOA Properties IX, LLC	Dissolved 12/30/2011		0 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
11/30/2011	16273	Win-Win Beaz Pardee III, LLC	DOA Properties V, LLC	Debtor		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	16295	DOA Properties V, LLC	Residential Funding Co., LLC	Debtor		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	10010	Equity Investment I, LLC	RC Properties I, LLC	Entity and its parent sold to CMH 6/2008		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	10022	Equity Investment I, LLC	GMCMTH, LLC	Debtor		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	16284	DOA Properties IV, LLC	DOA Holding Properties, LLC	Debtor		0 Intra-RFC debt	BCG entity dissolutions	2011
9/30/2009	10010	Residential Funding Co., LLC	RFC Construction Funding LLC	Debtor		0 Intra-RFC debt	Revolver obligor/jointer positive net worth	2009
9/30/2009	10010	Residential Funding Co., LLC	DOA Holding Properties, LLC	Debtor		0 Intra-RFC debt	Revolver obligor/jointer positive net worth	2009
11/30/2011	10010	Residential Funding Co., LLC	DOA Properties VIII, LLC	Cancelled 6/06/2008		0 Intra-RFC debt	Revolver obligor/jointer positive net worth	2011
11/30/2011	13003	Ameriland LLC	RFC Resort Funding LLC	Sold to Ally 7/23/2008		0 Intra-RFC debt	BCG entity dissolutions	2011
5/17/2009	13003	ALLY	Residential Funding Co., LLC	Debtor		0 Intra-RFC debt	BCG entity dissolutions	2009
11/30/2011	13003	Ameriland LLC	Residential Funding Co., LLC	Debtor		0 Excess purchase price	Broker Dealer sale to GMAC	2011
11/30/2011	10517	RFC Construction Funding LLC	DOA Holding Properties, LLC	Debtor		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	10517	GMCMTH, LLC	Homecomings Financial, LLC	Debtor		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	16220	DOA Holding Properties, LLC	Homecomings Financial, LLC	Debtor		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	16220	DOA Holding Properties, LLC	DOA Properties III, LLC	Dissolved 12/30/2011		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	10011	Entity and its parent sold to CMH 6/2008	DOA Properties III, LLC	Sold to CMH 6/2008		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	16220	Homecomings Financial, LLC	GMAC Model Home Finance, LLC	Sold 9/30/2008		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	16285	DOA Properties VII, LLC	DOA Properties VII, LLC	Dissolved 8/09/2011		0 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
11/30/2011	10011	Residential Funding Co., LLC	KBOne, LLC	Entity and its parent sold to CMH 6/2008		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	10011	Residential Funding Co., LLC	LenOne, LLC	Entity and its parent sold to CMH 6/2008		0 Intra-RFC debt	Revolver obligor/jointer positive net worth	2011
11/30/2011	10011	Residential Funding Co., LLC	LenOne, LLC	Dissolved 11/3/2010		0 Intra-RFC debt	Revolver obligor/jointer positive net worth	2011
6/30/2008	SS001	GMAC Mortgage LLC	MINT IVFN Holdings, LLC	Debtor		0 Intra-RFC debt	Revolver obligor/jointer positive net worth	2008
11/30/2011	10011	Homecomings Financial, LLC	DOA Properties IX, LLC	Entity and its parent sold to CMH 6/2008		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2011	16285	DOA Properties V, LLC	DOA Properties IX, LLC	Debtor		0 Intra-RFC debt	BCG entity dissolutions	2011
11/30/2008	16285	ALLY	Residential Capital, LLC	Debtor		(4) ResCap bonds (2008 true up)	Debt forgiveness required to meet net worth requirement	2008

* Includes \$886.3 million of preferred shares issued to GMAC at the time. In Jan 2009, GMAC converted those shares and acquired our remaining shares of Ally Bank.

RCUCCJSN11270924

RCUCCJSN11270924

Sum of Amount Description	Description2	Entity Status Today2	year					Grand Total
			2008	2009	2010	2011	2012	
Residential Capital, LLC	Residential Funding Co., LLC	Debtor	2,000	151	-	-	-	2,151
	GMAC RFC Europe Limited	Non Debtor, active	1,800	-	-	-	-	1,800
	GMAC - RFC (UK) Limited	Sold 9/30/2010	1,725	371	80	-	-	1,176
	GMAC RFC Investment B.V.	Sold 10/01/2010	154	435	-	-	-	589
	Investments BV GX1	GAAP Only entity	-	165	285	3	-	452
	RFC UK Ltd Viaduct	GAAP Only entity	15	175	231	-	-	420
	GMAC Res Fund of Canada	Non Debtor, active	154	5	-	-	-	159
	Australia GMAC RFC	Sold 7/02/2009	23	122	-	-	-	145
	Viaduct (no.7)	Special Purpose Entity/Active	-	-	-	134	-	134
	Financiera Auntee, S.A.	Non Debtor, active	-	39	-	-	-	39
	GMAC-RFC Property Finance Ltd	Non Debtor, active	-	-	-	-	-	33
	PREEMAC 2 NL NETH B.V.	Special Purpose Entity/Active	-	-	19	3	-	22
	GMAC Mortgage LLC	Debtor	-	2,520	-	-	-	2,520
	RFC Asset Holdings II, LLC	Debtor	1,228	-	-	-	-	1,228
	GMAC Model Home Finance, LLC	Sold to CMH 6/2008	461	-	-	-	-	461
Residential Funding Co., LLC	Equity Investment I, LLC	Debtor	392	-	-	-	-	392
	Equity Investment II, LLC	Debtor	-	88	-	-	-	88
	DOA Properties I, LLC	Dissolved 12/30/2011	-	-	-	-	-	-
	DOA Properties IX, LLC	Active, non debtor, minority interest	48	-	-	-	-	48
	DOA Holding Properties, LLC	Debtor	-	-	-	45	-	45
	DOA Properties I, LLC	Debtor	43	0	-	-	-	43
	Equity Investment IV	Dissolved 8/09/2011	31	-	-	-	-	31
	KBOne, LLC	Dissolved 8/09/2011	-	21	-	-	-	21
	DOA Properties II, LLC	Entity and its parent sold to CMH 6/2008	18	-	-	1	-	18
	DOA Properties IV, LLC	Dissolved 8/09/2011	14	-	-	-	-	14
	RFC-GSAP Services Advance, LLC	Debtor	7	-	-	-	-	7
	DOA Properties IV, LLC	Dissolved 12/30/2011	-	-	-	7	-	7
	Developers of Hidden Springs	Dissolved 12/30/2011	6	-	-	-	-	6
	DOA Holdings NoteCo, LLC	Dissolved 4/12/2012	-	-	-	5	-	5
	REG-PFH, LLC	Dissolved 12/30/2001	5	-	-	-	-	5
GMAC Model Home Finance, LLC	LenOne, LLC	Entity and its parent sold to CMH 6/2008	4	-	-	0	-	4
	RFC Construction Funding LLC	Debtor	-	-	-	2	-	2
	Hidden Springs Sewer Company	Sold 9/23/2008	2	-	-	-	-	2
	GMAC Model Home I, LLC	Debtor	-	1	-	-	-	1
	Ameriland LLC	Dissolved 12/30/2011	1	-	-	-	-	1
	GMCMTH, LLC	Entity and its parent sold to CMH 6/2008	0	-	-	0	-	0
	DOA Properties IIB, LLC	Sold 9/30/2008 ?	-	-	-	0	-	0
	DOA Properties V, LLC	Dissolved 12/30/2011	0	-	-	-	-	0
	DOA Properties VIII, LLC	Cancelled 6/06/2008	-	0	-	-	-	0
	RFC Resort Funding LLC	Sold to Aliy 7/23/2008	-	-	-	0	-	0
	DOA Properties VII, LLC	Dissolved 8/09/2011	0	-	-	-	-	0
	RFC Asset Holdings II, LLC	Debtor	243	-	-	-	-	243
	CMH Holdings, LLC	Active, non debtor, minority interest	10	-	-	223	-	233
	Residential Funding Co., LLC	Debtor	86	-	-	168	-	168
	DOA Properties IX, LLC	Debtor	90	-	-	52	-	137
Passive Asset Transactions LLC	KBOne, LLC	Entity and its parent sold to CMH 6/2008	30	-	-	-	-	90
	DOA Properties III, LLC	Dissolved 12/30/2011	-	-	-	53	-	83
	DOA Properties IIB, LLC	Sold 9/30/2008 ?	48	-	-	-	-	48
	DOA Properties V, LLC	Dissolved 8/09/2011	40	-	-	-	-	40
	DOA Properties VII, LLC	Dissolved 12/30/2011	30	-	-	2	-	32
	GMCMTH, LLC	Entity and its parent sold to CMH 6/2008	25	-	-	5	-	30
	Win-Win Beaz Pardee III, LLC	Unknown, dissolved ledger 12/30/2011	19	-	-	-	-	19
	Win-Win Beazer Pool I, LLC	Dissolved 8/09/2011	12	-	-	-	-	12
	Win-Win Spectrum, LLC	Dissolved 8/09/2011	3	-	-	-	-	3
	Flume (no.8)	Special Purpose Entity/Active	-	-	351	-	53	404
	GA, GE, Funding IIB V	Debtor	-	-	311	-	-	311
	Residential Funding Co., LLC	Debtor	-	-	-	230	-	230
	GMAC Model Home I, LLC	Debtor	-	-	-	227	-	227
	RFC UK Ltd Flume	GAAP Only entity	-	-	351	-	53	404
	Investments BV/GX2	GAAP Only entity	-	-	311	-	-	311
RCUCCJSN11270924	Residential Funding Co., LLC	Debtor	-	-	-	267	-	267
	DOA Properties III, LLC	Dissolved 12/30/2011	-	-	-	0	-	0
	GMAC Model Home Finance, LLC	Sold to CMH 6/2008	-	-	-	209	-	209
	Residential Funding Co., LLC	Debtor	-	-	-	141	-	141
	RC Properties I, LLC	Dissolved 12/30/2011	-	-	-	24	-	24
	DOA Properties IX, LLC	Debtor	-	-	-	0	-	0
	DOA Holding Properties, LLC	Debtor	-	-	-	106	-	106
	RC Properties I, LLC	Dissolved 12/30/2011	-	-	-	45	-	45
	Homecomings Financial, LLC	Debtor	-	-	-	0	-	0
	Residential Funding Co., LLC	Debtor	-	-	-	141	-	141
	DOA Holding Properties, LLC	Debtor	-	-	-	8	-	8
	RFC UK Ltd Viaduct	GAAP Only entity	-	-	-	134	-	134
	DOA Holding Properties, LLC	Debtor	-	-	-	70	-	70
	RFC Construction Funding LLC	Debtor	-	-	-	39	-	39

RCUCCJSN11270924

Sum of Amount		Description2	Entity Status Today2	Year	2008	2009	2010	2011	2012	Grand Total
DOA Properties IX, LLC DOA Properties II, LLC GMAC Mortgage LLC	RC Properties I, LLC	Dissolved 12/30/2011	Debtor	-	-	-	-	8	-	8
	Residential Funding Co., LLC		Debtor	-	-	-	-	68	-	68
	GMAC Mortgage Serv Advance Fund	Non Debtor, minority interest		55	-	-	-	-	-	55
	Residential Consumer Serv LLC	Debtor		5	-	-	-	-	-	5
KBOne, LLC Win-Win Beaz Pardee III, LLC	MINT VFN Holdings, LLC	Dissolved 1/13/2010		0	-	-	-	-	-	0
	GMAC Model Home Finance, LLC	Sold to CMH 6/2008		18	-	-	-	32	-	50
	GMAC Model Home Finance, LLC	Sold to CMH 6/2008		-	-	-	-	16	-	16
	Residential Funding Co., LLC	Debtor		-	-	-	-	9	-	9
DOA Properties V, LLC	RFC Construction Funding LLC	Debtor		-	-	-	-	6	-	6
	DOA Holding Properties, LLC	Debtor		-	-	-	-	1	-	1
	Residential Funding Co., LLC	Debtor		-	-	-	-	0	-	0
	RC Properties I, LLC	Dissolved 12/30/2011	Debtor	-	-	-	-	-	-	0
DOA Properties IIB, LLC DOA Holdings NuteCo, LLC GMAC Model Home I, LLC LenOne, LLC DOA Properties IV, LLC GMACRH Settlement Services LLC Developers of Hidden Springs Hidden Springs Sewer Company REG-SPH, LLC GMCMTH, LLC Ameriland LLC Homecomings Financial, LLC	DOA Properties IX, LLC		Debtor	-	-	-	-	15	-	15
	GMAC Model Home Finance, LLC	Sold to CMH 6/2008		-	-	-	-	14	-	14
	DOA Holding Properties, LLC	Debtor		-	-	-	-	13	-	13
	Residential Funding Co., LLC		Debtor	-	-	-	-	4	-	4
	GMAC Model Home Finance, LLC	Sold to CMH 6/2008		4	-	-	-	7	-	11
	DOA Holding Properties, LLC	Debtor		-	-	-	-	0	-	0
	RFC Construction Funding LLC	Debtor		-	-	-	-	0	-	0
	Home Connects Lending Serv LLC	Debtor		5	-	-	-	-	-	5
	Residential Funding Co., LLC	Debtor		-	-	-	-	4	-	4
	Developers of Hidden Springs	Dissolved 12/30/2011		2	-	-	-	-	-	2
	Hidden Springs Sewer Company	Debtor		-	-	-	-	1	-	1
	REG-SPH, LLC	Sold to CMH 6/2008		0	-	-	-	0	-	0
Homecomings Financial, LLC	GMAC Model Home Finance, LLC		Debtor	-	-	-	-	0	-	0
	Homecomings Financial, LLC		Debtor	-	-	-	-	0	-	0
	Residential Funding Co., LLC		Debtor	-	-	-	-	0	-	0
	DOA Holding Properties, LLC		Debtor	-	-	-	-	0	-	0
	GMAC Model Home Finance, LLC	Sold to CMH 6/2008		-	-	-	-	0	-	0
	DOA Properties IIB, LLC	Sold 9/30/2008 ?	Entity and its parent sold to CMH 6/2008	-	-	-	-	0	-	0
Grand Total	KBOne, LLC	Entity and its parent sold to CMH 6/2008		7,876	4,126	1,938	2,276	374	-	16,589
	LenOne, LLC	Entity and its parent sold to CMH 6/2008		-	-	-	-	0	-	0

Residential Capital, LLC

Debt Forgiveness

Excludes Ally and Less than \$20M

January 1, 2008 - May 13, 2012

From		To						
Date	LE	Description	titv Status To: LE	Description	Entity Status Today	Amount	Contribution Type	
3/31/2008	50000	Residential Capital, LLC	Debtor	10010	Residential Funding Co., LLC	Debtor	2,000,000,000	Intra-ResCap debt
3/31/2008	50000	Residential Capital, LLC	Debtor	15000	Australia GMAC RFC	Sold 7/02/2009	22,986,249	Intra-ResCap debt
6/30/2008	10010	Residential Funding Co., LLC	Debtor	10015	RFC Asset Holdings II, LLC	Debtor	1,227,828,469	Intra-RFC debt
6/30/2008	10010	Residential Funding Co., LLC	Debtor	10500	GMAC Model Home Finance, LLC	Sold to CMH 6/2008	480,974,086	Intra-RFC debt
6/30/2008	10010	Residential Funding Co., LLC	Debtor	10022	Equity Investment I, LLC	Debtor	392,363,714	Intra-RFC debt
6/30/2008	50000	Residential Capital, LLC	Debtor	11077	GMAC - RFC (UK) Limited	Sold 9/30/2010	347,917,500	Intra-ResCap debt
6/30/2008	10500	GMAC Model Home Finance, LLC	Sold to CMH 6, 10015	10015	RFC Asset Holdings II, LLC	Debtor	243,000,000	Intra-RFC debt
6/30/2008	10500	GMAC Model Home Finance, LLC	Sold to CMH 6, 10503	10503	KBOne, LLC	Entity and its parent sold to CMH 6/2008	89,700,125	Intra-RFC debt
6/30/2008	10500	GMAC Model Home Finance, LLC	Sold to CMH 6, 16269	16269	DOA Properties IX, LLC	Debtor	85,712,012	Intra-RFC debt
6/30/2008	SS001	GMAC Mortgage LLC	Debtor	SS088	GMAC Mortgage Serv Advanc Fund	Non Debtor, minority interest	55,000,000	Intra-GMACM debt
6/30/2008	SS001	GMAC Mortgage LLC	Debtor	SS096	PATI, LLC	Debtor	44,000,000	Intra-GMACM debt
6/30/2008	10500	GMAC Model Home Finance, LLC	Sold to CMH 6, 16263	16263	DOA Properties IIIB, LLC	Sold 9/30/2008 ?	47,793,822	Intra-RFC debt
6/30/2008	10500	GMAC Model Home Finance, LLC	Sold to CMH 6, 16267	16267	DOA Properties VII, LLC	Dissolved 8/09/2011	40,250,889	Intra-RFC debt
6/30/2008	10500	GMAC Model Home Finance, LLC	Sold to CMH 6, 16265	16265	DOA Properties V, LLC	Dissolved 12/30/2011	30,476,038	Intra-RFC debt
6/30/2008	10500	GMAC Model Home Finance, LLC	Sold to CMH 6, 16260	16260	DOA Properties III, LLC	Dissolved 12/30/3011	29,893,722	Intra-RFC debt
6/30/2008	10010	Residential Funding Co., LLC	Debtor	16230	DOA Properties I, LLC	Dissolved 8/09/2011	28,083,499	Intra-RFC debt

RCUCCJSN11270924

Date	Reason	Documentation Provider	Commentary
3/31/2008	To meet debt covenants	2008-03-31 ResCap to RFC	Retroactive debt forgiveness. Retroactive debt forgiveness is required due to large net loss for the month. No other tracking processes from this time period to provide more specific information regarding required regulatory
3/31/2008	Debt forgiveness required to meet net worth requirement	2008-03-31 Australia Share Sale Agreement Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity	The attached document was from the time period of the debt forgiveness, so I am only assuming they are related. We could not find any other specific documents.
6/30/2008	Revolver obligor/jointer positive net worth	Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity	Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was originally listed in the Schedule VI to the Revolver security agreement as an equity pledge. It was removed but remained part of the pledged value of the equity pledge. See 2009-10-31 Obligors Equity Listing for entities
6/30/2008	Revolver obligor/jointer positive net worth	Could not locate any debt forgiveness documents. 1435 - Q3 2010 Fortress Sale STM Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity	Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was an obligor. This entity was sold to Fortress. See STM for information on sales price of cash within entity.
6/30/2008	Revolver obligor/jointer positive net worth	Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity	Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was an obligor. Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was original listed in the Schedule VI to the Revolver security agreement as an equity pledge. It was removed but remained part of the pledged value of the equity pledge. Therefore, entity was included in our processes to remain solvent.
6/30/2008	Revolver obligor/jointer positive net worth	Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity 2010-01-13 GMACM to GSAP Consent Revolver Obligor Solvency Process Memo 2009-10-31 Obligors Equity 2009-11-12 GMACM to PATI	Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was listed via jointer to the Revolver Security Agreement. Retroactive debt forgiveness to meet solvency requirements under the GSAP Funding Agreement. NOTE THIS TRANSACTION WAS ORIGINALLY MISSED FROM OUR LISTING. Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was an obligor.
6/30/2008	Revolver obligor/jointer positive net worth	Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity	Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was original listed in the Schedule VI to the Revolver security agreement as an equity pledge. It was removed but remained part of the pledged value of the equity pledge. Therefore, entity was included in our processes to remain solvent.
6/30/2008	Revolver obligor/jointer positive net worth	Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity	Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was listed via jointer to the Revolver Security Agreement.
6/30/2008	Revolver obligor/jointer positive net worth	Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity	Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was listed via jointer to the Revolver Security Agreement.
6/30/2008	Revolver obligor/jointer positive net worth	Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity	Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was listed via jointer to the Revolver Security Agreement.
6/30/2008	Revolver obligor/jointer positive net worth	Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity	Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was listed via jointer to the Revolver Security Agreement.

RCUCCJSN11270924

Residential Capital, LLC
Debt Forgiveness
Excludes Ally and Less than \$20M

January 1, 2008 - May 13, 2012

From		To						
Date	LE	Description	LE	titv Status	To	Entity Status Today	Amount	Contribution Type
6/6/30/2008	10500	GMAC Model Home Finance, LLC	Sold to CMH 6, 10517	GMCMTH, LLC	Entity and its parent sold to CMH 6/2008	25,236,474	Intra-RFC debt	
7/7/31/2008	50000	Residential Capital, LLC	Debtor	11700	GMAC RFC Europe Limited	Non Debtor, active	1,800,288,000	Intra-ResCap debt
7/7/31/2008	10010	Residential Funding Co., LLC	Debtor	10555	CMH Holdings, LLC	Active, non debtor, minority interest	47,853,762	Intra-RFC debt
10/31/2008	50000	Residential Capital, LLC	Debtor	11077	GMAC - RFC (UK) Limited	Sold 9/30/2010	377,344,001	Intra-ResCap debt
12/2/31/2008	50000	Residential Capital, LLC	Debtor	11776	GMAC RFC Investment B.V	Sold 10/01/2010	153,752,500	Intra-ResCap debt
12/2/31/2008	50000	Residential Capital, LLC	Debtor	14000	GMAC Res Fund of Canada	Non Debtor, active	102,319,673	Intra-ResCap debt
12/2/31/2008	50000	Residential Capital, LLC	Debtor	14000	GMAC Res Fund of Canada	Non Debtor, active	51,537,924	Intra-ResCap debt
12/2/31/2008	10010	Residential Funding Co., LLC	Debtor	16220	DOA Holding Properties, LLC	Debtor	33,036,068	Intra-RFC debt
3/31/2009	50000	Residential Capital, LLC	Debtor	15000	Australia GMAC RFC	Sold 7/02/2009	59,963,200	Intra-ResCap debt
4/30/2009	10010	Residential Funding Co., LLC	Debtor	30004	RC Properties I, LLC	Dissolved 12/30/2011	88,072,579	Intra-RFC debt
5/5/31/2009	SS033	GMAC Residential Holding Co LLC	Debtor	SS001	GMAC Mortgage LLC	Debtor	500,000,000	Intra-GMAC Resi debt
6/6/30/2009	SS033	GMAC Residential Holding Co LLC	Debtor	SS001	GMAC Mortgage LLC	Debtor	2,000,000,000	Intra-GMAC Resi debt
6/6/30/2009	50000	Residential Capital, LLC	Debtor	15000	Australia GMAC RFC	Sold 7/02/2009	61,714,896	Intra-ResCap debt
6/6/30/2009	50000	Residential Capital, LLC	Debtor	11078	GMAC-RFC Property Finance Ltd	Non Debtor, active	33,134,000	Intra-ResCap debt
6/6/30/2009	10010	Residential Funding Co., LLC	Debtor	16115	Equity Investment IV	Dissolved 8/09/2011	21,444,542	Intra-RFC debt
8/8/31/2009	50000	Residential Capital, LLC	Debtor	11809	RFC UK Ltd Viaduct	Special Purpose Entity/Active	174,584,063	Intra-ResCap debt
9/30/2009	50000	Residential Capital, LLC	Debtor	11776	GMAC RFC Investment B.V	Sold 10/01/2010	179,189,501	Intra-ResCap debt
9/30/2009	50000	Residential Capital, LLC	Debtor	11784	Investments BV GX1	Special Purpose Entity/Active	164,689,123	Intra-ResCap debt
9/30/2009	50000	Residential Capital, LLC	Debtor	10010	Residential Funding Co., LLC	Debtor	55,844,024	Intra-ResCap debt
9/30/2009	50000	Residential Capital, LLC	Debtor	12100	Financiera Auritec, S.A.	Non Debtor, active	22,195,423	Intra-ResCap debt

RCUCCJSN11270924

<u>Date</u>	<u>Reason</u>	<u>Documentation</u>	<u>Provide</u>	<u>Commentary</u>
6/30/2008	Revolver obligor/jointer positive net worth	Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity		Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was original listed in the Schedule VI to the Revolver security agreement as an equity pledge. It was removed but remained part of the pledged value of the equity pledge. Therefore, entity was included in our processes to remain solvent. Per the email, this was performed in order to facilitate the transfer of assets to be pledged to the GMAC loan.
7/31/2008	Debt forgiveness prior to pledging assets to the GMAC Loan	2008-07-31 ResCap to RFC Europe Limited Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity		Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was listed via jointer to the Revolver Security Agreement.
10/31/2008	Debt forgiveness required to meet net worth requirement	Could not locate any debt forgiveness documents 1435 - Q3 2010 Fortress Sale STM		This entity was sold to Fortress. See STM for information on sales price of cash within entity.
12/31/2008	Debt forgiveness required to meet net worth requirement	Could not locate any debt forgiveness documents 1435 Q3 2010 Fortress Sale STM		This entity was sold to Fortress. See STM for information on sales price of cash within entity. Debt to equity exchange of notes for shares. Document in Canadian dollars, but using historical conversic rates is close to dollar amount transacted. First transaction was a debt forgiveness of a portion of the note. Second transaction is to exchange remaining debt for equity.
12/31/2008	Debt forgiveness required to meet net worth requirement	2008-12-31 ResCap to RFOC		Debt to equity exchange of notes for shares. Document in Canadian dollars, but using historical conversic rates is close to dollar amount transacted. First transaction was a debt forgiveness of a portion of the note. Second transaction is to exchange remaining debt for equity.
12/31/2008	Debt forgiveness required to meet net worth requirement	2008-12-31 ResCap to RFOC Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents		Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was an obligor. Debt forgiveness to meet local regulatory solvency requirement
12/31/2008	Debt forgiveness required to meet net worth requirement	2009-10-31 Obligors Equity 2009-03-31 ResCap to Australia Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity		Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was listed via jointer to the Revolver Security Agreement.
5/31/2009	Debt forgiveness required to meet net worth requirement	2009-05-31 GMAC Resi to GMACM		To meet regulatory net worth requirements under a new agreement between GMAC Mortgage and GNMA.
6/30/2009	Debt forgiveness required to meet net worth requirement	2009-06-30 GMAC Resi to GMACM		To meet regulatory net worth requirements anticipated for Fannie Mae.
6/30/2009	Sale of Australian business	2009-027-02 Australian Share Sale Agreement 2009-07-02 Australian Sale Journal Entries Could not locate any documents		Australian entity was sold, share sale agreements attached. I did not find any specific debt forgiveness documents, but approval may be within the share sale agreement. I also found journal entries showing the debt forgiveness recorded as part of the sale transactions.
6/30/2009	Debt forgiveness required to meet net worth requirement	Revolver Obligor Solvency Process Memo 2009-11-12 RFC Consents 2009-10-31 Obligors Equity 2009-09-30 ResCap to Viaduct 2009-09-30 ResCap to Viaduct Executive Committee Consent		Retroactive debt forgiveness to meet solvency requirements under the Revolver. This entity was listed via jointer to the Revolver Security Agreement. Formal notes exist between ResCap and SPV entities. Note allows for debt forgiveness when assets are sold at less than carry value, as SPV would have no ability to support this note balance.
8/31/2009	Debt forgiveness upon sale of Viaduct assets at less than CV	Could not locate any debt forgiveness documents 1435 Q3 2010 Fortress Sale STM		This entity was sold to Fortress. See STM for information on sales price of cash within entity.
9/30/2009	Debt forgiveness required to meet net worth requirement	2009-09-30 ResCap to GX 2009-09-30 ResCap to GX1 (GMAC Lender Consent)		Sold at less than carry value, as SPV would have no ability to support this note balance. Note that dollar amount of forgiveness is slightly different than in the documents due to foreign currency translation changes. Includes internal memo requesting forgiveness, and Ally (GMAC) consent as lender under the Debt forgiveness upon sale of CA (7311) assets at less than CV
9/30/2009	Debt forgiveness upon sale of GX1 assets at less than CV	2009-09-30 ResCap to RFC Could not locate any documents		
9/30/2009	Debt forgiveness upon sale of CA (7311) assets at less than CV			
9/30/2009	Debt forgiveness required to meet net worth requirement			

RCUCCJSN11270924

Residential Capital, LLC
Debt Forgiveness
Excludes Ally and Less than \$20M

January 1, 2008 - May 13, 2012

From		To									
Date	LE	Description	titv Status To	LE	Description	Entitv Status Today	Amount	Contribution Type			
10/31/2009	50000	Residential Capital, LLC	Debtor	11077	GMAC - RFC (UK) Limited	Sold 9/30/2010	59,327,737	Intra-ResCap debt			
10/31/2009	50000	Residential Capital, LLC	Debtor	11776	GMAC RFC Investment B.V	Sold 10/01/2010	36,251,433	Intra-ResCap debt			
11/30/2009	50000	Residential Capital, LLC	Debtor	11077	GMAC - RFC (UK) Limited	Sold 9/30/2010	44,544,475	Intra-ResCap debt			
11/30/2009	50000	Residential Capital, LLC	Debtor	11776	GMAC RFC Investment B.V	Sold 10/01/2010	32,780,525	Intra-ResCap debt			
12/31/2009	50000	Residential Capital, LLC	Debtor	11077	GMAC - RFC (UK) Limited	Sold 9/30/2010	267,109,239	Intra-ResCap debt			
12/31/2009	50000	Residential Capital, LLC	Debtor	11776	GMAC RFC Investment B.V	Sold 10/01/2010	187,230,452	Intra-ResCap debt			
12/31/2009	50000	Residential Capital, LLC	Debtor	10010	Residential Funding Co., LLC	Debtor	95,052,602	Intra-ResCap debt			
12/31/2009	SS033	GMAC Residential Holding Co LLC	Debtor	SS001	GMAC Mortgage LLC	Debtor	20,000,000	Intra-GMAC Resi debt			
1/29/2010	50000	Residential Capital, LLC	Debtor	11784	Investments BV GX1	Special Purpose Entity/Active	105,804,902	Intra-ResCap debt			
1/29/2010	50000	Residential Capital, LLC	Debtor	11809	RFC UK Ltd Viaduct	Special Purpose Entity/Active	20,097,692	Intra-ResCap debt			
6/7/2010	50000	Residential Capital, LLC	Debtor	41077	HIST (UK) Limited		80,121,859	Intra-ResCap debt			
10/29/2010	50000	Residential Capital, LLC	Debtor	11809	RFC UK Ltd Viaduct	Special Purpose Entity/Active	210,760,194	Intra-ResCap debt			
10/29/2010	50000	Residential Capital, LLC	Debtor	11784	Investments BV GX1	Special Purpose Entity/Active	178,762,206	Intra-ResCap debt			
10/31/2010	50001	Flume (no.8)	Special Purpos	11810	RFC UK Ltd Flume	Special Purpose Entity/Active	350,824,307	P&L - Loan Writtedown			
10/31/2010	SS095	Passive Asset Transactions LLC	Debtor	50001	Flume (no.8)	Special Purpose Entity/Active	350,824,307	P&L - Loan Writtedown			

RCUCCJSN11270924

<u>Date</u>	<u>Reason</u>	<u>Documentation Provided</u>	<u>Commentary</u>
10/31/2009	Debt forgiveness required to meet RFC regulatory net worth requir	2009-10-31 ResCap to RFC UK CE 2009-10-29 ResCap Consent for RFC 1435 - Q3 2010 Fortress Sale STM	In order for RFC to meet its regulatory requirements, ResCap periodically forgave debt from RFC subsidiaries. The two items for 10/31-2009 total to the \$95m in document. This entity was sold to Fortress See STM for information on sales price of cash within entity.
10/31/2009	Debt forgiveness required to meet RFC regulatory net worth requir	2009-10-31 ResCap to RFC UK CE 2009-10-29 ResCap Consent for RFC 1435 Q3 2010 Fortress Sale STM	In order for RFC to meet its regulatory requirements, ResCap periodically forgave debt from RFC subsidiaries. After this time ResCap was required to obtain consent from Ally (GMAC) for debt forgiveness over \$50m, see attached consent from GMAC. This entity was sold to Fortress. See STM for information on sales price of cash within entity.
11/30/2009	Debt forgiveness required to meet RFC regulatory net worth requir	2009-10-31 ResCap Consent for RFC 2009-12-11 ResCap Young Approval to RFC 2009-12-14 ResCap to RFC Consent from GMAC 1435 - Q3 2010 Fortress Sale STM	In order for RFC to meet its regulatory requirements, ResCap periodically forgave debt from RFC subsidiaries. After this time ResCap was required to obtain consent from Ally (GMAC) for debt forgiveness over \$50m, see attached consent from GMAC. The two items for 11/30/2009 total the \$77m in the documents. This entity was sold to Fortress. See STM for information on sales price of cash within entity.
11/30/2009	Debt forgiveness required to meet RFC regulatory net worth requir	2009-10-31 ResCap Consent for RFC 2009-12-11 ResCap Young Approval to RFC 2009-12-14 ResCap to RFC Consent from GMAC 1435 Q3 2010 Fortress Sale STM	In order for RFC to meet its regulatory requirements, ResCap periodically forgave debt from RFC subsidiaries. This entity was sold to Fortress. See STM for information on sales price of cash within entity.
12/31/2009	Debt forgiveness required to meet net worth requirement	2009-12-31 to Multiple International Entities 1435 - Q3 2010 Fortress Sale STM	In order for RFC to meet its regulatory net worth requirements for licensing and agencies. This entity was sold to Fortress. See STM for information on sales price of cash within entity.
12/31/2009	Debt forgiveness required to meet net worth requirement	2009-12-31 to Multiple International Entities 1435 Q3 2010 Fortress Sale STM	In order for RFC to meet its regulatory net worth requirements for licensing and agencies. This entity was sold to Fortress. See STM for information on sales price of cash within entity.
12/31/2009	Debt forgiveness required to meet net worth requirement	2009-12-31 to Multiple International Entities 2009-12-31 GMAC Resi to GMACM	To meet GMACM Tangible Net Worth requirements for regulatory agencies: Formal notes exist between ResCap and SPV entities. Note allows for debt forgiveness when assets at sold at less than carry value, as SPV would have no ability to support this note balance.
1/29/2010	Debt forgiveness upon sale of GX1 assets at less than CV	2010-01-31 ResCap to Viaduct and GXI	Formal notes exist between ResCap and SPV entities. Note allows for debt forgiveness when assets at sold at less than carry value, as SPV would have no ability to support this note balance.
1/29/2010	Debt forgiveness upon sale of Viaduct assets at less than CV	2010-01-31 ResCap to Viaduct and GXI	Formal notes exist between ResCap and SPV entities. Note allows for debt forgiveness when assets at sold at less than carry value, as SPV would have no ability to support this note balance.
6/7/2010	Debt forgiveness required to meet net worth requirement	Need to identify entity, open	Formal notes exist between ResCap and SPV entities. Note allows for debt forgiveness when assets at sold at less than carry value, as SPV would have no ability to support this note balance. Includes ResCap Executive Committee approval, Ally Board approval email, Board presentation, and ResCap request memc Note all amounts in memos are foreign currency. Note also that in certain cases, we have duplicate legal entities for GAAP purposes, which have offsetting note amounts.
10/29/2010	Debt forgiveness upon sale of Viaduct assets at less than CV	2010-10-29 ResCap to SPV Consents (various)	Formal notes exist between ResCap and SPV entities. Note allows for debt forgiveness when assets at sold at less than carry value, as SPV would have no ability to support this note balance. Includes ResCap Executive Committee approval, Ally Board approval email, Board presentation, and ResCap request memc Note all amounts in memos are foreign currency. Note also that in certain cases, we have duplicate legal entities for GAAP purposes, which have offsetting note amounts.
10/29/2010	Debt forgiveness upon sale of GX1 assets at less than CV	2010-10-29 ResCap to SPV Consents (various)	Formal notes exist between ResCap and SPV entities. Note allows for debt forgiveness when assets at sold at less than carry value, as SPV would have no ability to support this note balance. Includes ResCap Executive Committee approval, Ally Board approval email, Board presentation, and ResCap request memc Note all amounts in memos are foreign currency. Note also that in certain cases, we have duplicate legal entities for GAAP purposes, which have offsetting note amounts.
10/31/2010	Debt forgiveness upon sale of Flume assets at less than CV	2010-10-29 ResCap to SPV Consents (various)	Formal notes exist between ResCap and SPV entities. Note allows for debt forgiveness when assets at sold at less than carry value, as SPV would have no ability to support this note balance. Includes ResCap Executive Committee approval, Ally Board approval email, Board presentation, and ResCap request memc Note all amounts in memos are foreign currency. Note also that in certain cases, we have duplicate legal entities for GAAP purposes, which have offsetting note amounts.
10/31/2010	Debt forgiveness upon sale of Flume assets at less than CV	2010-10-29 ResCap to SPV Consents (various)	Formal notes exist between ResCap and SPV entities. Note allows for debt forgiveness when assets at sold at less than carry value, as SPV would have no ability to support this note balance. Includes ResCap Executive Committee approval, Ally Board approval email, Board presentation, and ResCap request memc Note all amounts in memos are foreign currency. Note also that in certain cases, we have duplicate legal entities for GAAP purposes, which have offsetting note amounts.

RCUCCJSN11270924

Residential Capital, LLC
Debt Forgiveness
Excludes Ally and Less than \$20M

January 1, 2008 - May 13, 2012

<u>Date</u>	<u>From</u>		<u>To</u>		<u>Entity Status Today</u>	<u>Amount</u>	<u>Contribution Type</u>
	<u>LE</u>	<u>Description</u>	<u>Entity Status</u>	<u>LE</u>			
10/31/2010	50004	GX CE Funding II B.V.	Special Purpos	11786	Investments BV GX2	310,937,481	P&L - Loan Writedown
10/31/2010	SS095	Passive Asset Transactions LLC	Debtor	50004	GX CE Funding II B.V.	310,937,481	P&L - Loan Writedown
11/30/2011	16220	DOA Holding Properties, LLC	Debtor	10010	Residential Funding Co., LLC	267,489,462	Intra-RFC debt
11/30/2011	10555	CMH Holdings, LLC	Active, non del	10010	Residential Funding Co., LLC	230,000,000	Intra-RFC debt
11/30/2011	10555	CMH Holdings, LLC	Active, non del	10550	GMAC Model Home I, LLC	226,755,185	Intra-RFC debt
11/30/2011	10500	GMAC Model Home Finance, LLC	Sold to CMH	6,10555	CMH Holdings, LLC	222,556,793	Intra-RFC debt
11/30/2011	10015	RFC Asset Holdings II, LLC	Debtor	10500	GMAC Model Home Finance, LLC	209,065,029	Intra-RFC debt
11/30/2011	10500	GMAC Model Home Finance, LLC	Sold to CMH	6,10010	Residential Funding Co., LLC	167,813,048	Intra-RFC debt
11/30/2011	10022	Equity Investment I, LLC	Debtor	10010	Residential Funding Co., LLC	141,130,890	Intra-RFC debt
11/30/2011	30004	RC Properties I, LLC	Dissolved 12/3	10010	Residential Funding Co., LLC	141,106,550	Intra-RFC debt
11/30/2011	30003	RFC Construction Funding LLC	Debtor	16220	DOA Holding Properties, LLC	105,988,790	Intra-RFC debt
11/30/2011	16269	DOA Properties IX, LLC	Debtor	16220	DOA Holding Properties, LLC	69,684,281	Intra-RFC debt
11/30/2011	16260	DOA Properties III, LLC	Dissolved 12/3	10010	Residential Funding Co., LLC	69,228,633	Intra-RFC debt
11/30/2011	10500	GMAC Model Home Finance, LLC	Sold to CMH	6,16260	DOA Properties III, LLC	53,388,766	Intra-RFC debt
11/30/2011	10500	GMAC Model Home Finance, LLC	Sold to CMH	6,16269	DOA Properties IX, LLC	51,744,423	Intra-RFC debt

RCUCCJSN11270924

<u>Date</u>	<u>Reason</u>	<u>Documentation Provided</u>	<u>Commentary</u>
10/31/2010	Debt forgiveness upon sale of GX1 assets at less than CV	2010-10-29 ResCap to SPV Consents (various)	Formal notes exist between ResCap and SPV entities. Note allows for debt forgiveness when assets are sold at less than carry value, as SPV would have no ability to support this note balance. Includes ResCap Executive Committee approval, Ally Board approval email, Board presentation, and ResCap request memo. Note all amounts in memos are foreign currency. Note also that in certain cases, we have duplicate legal entities for GAAP purposes, which have offsetting note amounts.
10/31/2010	Debt forgiveness upon sale of GX1 assets at less than CV	2010-10-29 ResCap to SPV Consents (various)	Formal notes exist between ResCap and SPV entities. Note allows for debt forgiveness when assets are sold at less than carry value, as SPV would have no ability to support this note balance. Includes ResCap Executive Committee approval, Ally Board approval email, Board presentation, and ResCap request memo. Note all amounts in memos are foreign currency. Note also that in certain cases, we have duplicate legal entities for GAAP purposes, which have offsetting note amounts.
11/30/2011	BCG entity dissolutions	2010-11-30 BCG Dissolution Executive Committee Consent 2010-11-30 BCG Dissolution Ally Lender Consent 2010-11-30 BCG Dissolution Executive Committee Consent 2010-11-30 BCG Dissolution Ally Lender Consent	These BCG entities ceased all operations and had no remaining assets. Debt forgiveness transactions were completed to affect the dissolution of the entities. Note forgiveness is to BCG entities and from BCG entities both.
11/30/2011	BCG entity dissolutions	2010-11-30 BCG Dissolution Ally Board Consent 2010-11-30 BCG Dissolution Executive Committee Consent 2010-11-30 BCG Dissolution Ally Lender Consent 2010-11-30 BCG Dissolution Ally Board Consent	These BCG entities ceased all operations and had no remaining assets. Debt forgiveness transactions were completed to affect the dissolution of the entities. Note forgiveness is to BCG entities and from BCG entities both.
11/30/2011	BCG entity dissolutions	2010-11-30 BCG Dissolution Executive Committee Consent 2010-11-30 BCG Dissolution Ally Board Consent 2010-11-30 BCG Dissolution Ally Lender Consent 2010-11-30 BCG Dissolution Ally Board Consent	These BCG entities ceased all operations and had no remaining assets. Debt forgiveness transactions were completed to affect the dissolution of the entities. Note forgiveness is to BCG entities and from BCG entities both.
11/30/2011	BCG entity dissolutions	2010-11-30 BCG Dissolution Executive Committee Consent 2010-11-30 BCG Dissolution Ally Board Consent 2010-11-30 BCG Dissolution Ally Lender Consent 2010-11-30 BCG Dissolution Ally Board Consent	These BCG entities ceased all operations and had no remaining assets. Debt forgiveness transactions were completed to affect the dissolution of the entities. Note forgiveness is to BCG entities and from BCG entities both.
11/30/2011	BCG entity dissolutions	2010-11-30 BCG Dissolution Executive Committee Consent 2010-11-30 BCG Dissolution Ally Board Consent 2010-11-30 BCG Dissolution Ally Lender Consent 2010-11-30 BCG Dissolution Ally Board Consent	These BCG entities ceased all operations and had no remaining assets. Debt forgiveness transactions were completed to affect the dissolution of the entities. Note forgiveness is to BCG entities and from BCG entities both.
11/30/2011	BCG entity dissolutions	2010-11-30 BCG Dissolution Executive Committee Consent 2010-11-30 BCG Dissolution Ally Board Consent 2010-11-30 BCG Dissolution Ally Lender Consent 2010-11-30 BCG Dissolution Ally Board Consent	These BCG entities ceased all operations and had no remaining assets. Debt forgiveness transactions were completed to affect the dissolution of the entities. Note forgiveness is to BCG entities and from BCG entities both.
11/30/2011	BCG entity dissolutions	2010-11-30 BCG Dissolution Executive Committee Consent 2010-11-30 BCG Dissolution Ally Board Consent 2010-11-30 BCG Dissolution Ally Lender Consent 2010-11-30 BCG Dissolution Ally Board Consent	These BCG entities ceased all operations and had no remaining assets. Debt forgiveness transactions were completed to affect the dissolution of the entities. Note forgiveness is to BCG entities and from BCG entities both.
11/30/2011	BCG entity dissolutions	2010-11-30 BCG Dissolution Executive Committee Consent 2010-11-30 BCG Dissolution Ally Board Consent 2010-11-30 BCG Dissolution Ally Lender Consent 2010-11-30 BCG Dissolution Ally Board Consent	These BCG entities ceased all operations and had no remaining assets. Debt forgiveness transactions were completed to affect the dissolution of the entities. Note forgiveness is to BCG entities and from BCG entities both.
11/30/2011	BCG entity dissolutions	2010-11-30 BCG Dissolution Executive Committee Consent 2010-11-30 BCG Dissolution Ally Board Consent 2010-11-30 BCG Dissolution Ally Lender Consent 2010-11-30 BCG Dissolution Ally Board Consent	These BCG entities ceased all operations and had no remaining assets. Debt forgiveness transactions were completed to affect the dissolution of the entities. Note forgiveness is to BCG entities and from BCG entities both.
11/30/2011	BCG entity dissolutions	2010-11-30 BCG Dissolution Executive Committee Consent 2010-11-30 BCG Dissolution Ally Board Consent 2010-11-30 BCG Dissolution Ally Lender Consent 2010-11-30 BCG Dissolution Ally Board Consent	These BCG entities ceased all operations and had no remaining assets. Debt forgiveness transactions were completed to affect the dissolution of the entities. Note forgiveness is to BCG entities and from BCG entities both.
11/30/2011	BCG entity dissolutions	2010-11-30 BCG Dissolution Executive Committee Consent 2010-11-30 BCG Dissolution Ally Board Consent 2010-11-30 BCG Dissolution Ally Lender Consent 2010-11-30 BCG Dissolution Ally Board Consent	These BCG entities ceased all operations and had no remaining assets. Debt forgiveness transactions were completed to affect the dissolution of the entities. Note forgiveness is to BCG entities and from BCG entities both.

RCUCCJSN11270924

Residential Capital, LLC
Debt Forgiveness
Excludes Ally and Less than \$20M

January 1, 2008 - May 13, 2012

		From		To							
Date	LE	Description	Entity Status	LE	Description	Entity Status	Today	Amount	Contribution Type		
11/30/2011	10010	Residential Funding Co., LLC	Debtor	16269	DOA Properties IX, LLC	Debtor		45,486,367	Intra-RFC debt		
11/30/2011	30003	RFC Construction Funding LLC	Debtor	30004	RC Properties I, LLC	Dissolved 12/30/2011		45,119,494	Intra-RFC debt		
11/30/2011	16269	DOA Properties IX, LLC	Debtor	30003	RFC Construction Funding LLC	Debtor		39,464,269	Intra-RFC debt		
11/30/2011	10503	KBOne, LLC	Entity and its p	10500	GMAC Model Home Finance, LLC	Sold to CMH 6/2008		32,360,177	Intra-RFC debt		
11/30/2011	10022	Equity Investment I, LLC	Debtor	30004	RC Properties I, LLC	Dissolved 12/30/2011		24,000,000	Intra-RFC debt		
5/11/2012	50000	Residential Capital, LLC	Debtor	50002	Viaduct (no.7)	Special Purpose Entity/Active		134,111,865	Intra-ResCap debt		
5/11/2012	50002	Viaduct (no.7)	Special Purpos	11809	RFC UK Ltd Viaduct	Special Purpose Entity/Active		134,111,865	Intra-ResCap debt		
5/11/2012	50001	Flume (no.8)	Special Purpos	11810	RFC UK Ltd Flume	Special Purpose Entity/Active		52,823,586	P&L - Loan Writedown		
5/11/2012	SS095	Passive Asset Transactions LLC	Debtor	50001	Flume (no.8)	Special Purpose Entity/Active		52,823,586	P&L - Loan Writedown		

RCUCCJSN11270924

[illegible]

RCUCCJSN11270924

Residential Capital, LLC

Debt Forgiveness

January 1, 2008 - May 13, 2012

Date	From		To	
	LE	Description	LE	Description
7/31/2011	50000	Residential Capital, LLC	11784	Investments BV GX1

Entity Status Today	Amount	Contribution Type	Reason	Documentation Provided
GAAP Only entity	2,521,796	Intra-ResCap debt	Debt forgiveness upon sale of GX1 assets at less than CV	Due to carry value differences

* Includes \$806.3 million of preferred shares issued to GMA C at the time. In Jan 2009, GMA C converted those shares and acquired our remaining shares of Ally Bank.

Residential Capital, LLC
Debt Forgiveness

January 1, 2009 - May 13, 2012

Date		From		To		Entity Status Today		Amount		Contribution Type		Reason		Documentation Provided	
LE	LE	LE	LE	LE	LE	LE	LE	LE	LE	LE	LE	LE	LE	LE	LE
3/31/2008 *	3/31/2008 *	Active	Active	Active	Active	Active	Active	148,852,411	148,852,411	ResCap bonds	ResCap bonds	Ally OMR - FV of bonds later converted to shares of Ally Bank	Ally OMR - FV of bonds later converted to shares of Ally Bank	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
6/30/2008 *	6/30/2008 *	Active	Active	Active	Active	Active	Active	220,487,468	220,487,468	MSR debt	MSR debt	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
9/30/2008	9/30/2008	Active	Active	Active	Active	Active	Active	37,572,413	37,572,413	MSR debt	MSR debt	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
9/30/2008	9/30/2008	Active	Active	Active	Active	Active	Active	63,968,587	63,968,587	MSR debt	MSR debt	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
9/30/2008	9/30/2008	Active	Active	Active	Active	Active	Active	53,532,098	53,532,098	ResCap bonds	ResCap bonds	Tax relief	Tax relief	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
10/31/2008	10/31/2008	Active	Active	Active	Active	Active	Active	19,084,961	19,084,961	Tax debt	Tax debt	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
11/30/2008	11/30/2008	Active	Active	Active	Active	Active	Active	140,549,000	140,549,000	MSR debt	MSR debt	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
11/30/2008	11/30/2008	Active	Active	Active	Active	Active	Active	98,325,000	98,325,000	MSR debt	MSR debt	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2008	12/31/2008	Active	Active	Active	Active	Active	Active	264,399,000	264,399,000	MSR debt	MSR debt	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2008	12/31/2008	Active	Active	Active	Active	Active	Active	187,094,000	187,094,000	MSR debt	MSR debt	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
1/16/2009	1/16/2009	Active	Active	Active	Active	Active	Active	219,940,957	219,940,957	ResCap bonds	ResCap bonds	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
1/30/2009	1/30/2009	Active	Active	Active	Active	Active	Active	4,700,570	4,700,570	Excess purchase price	Excess purchase price	ResCap bonds	ResCap bonds	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
3/31/2009	3/31/2009	Active	Active	Active	Active	Active	Active	(4,483,559)	(4,483,559)	ResCap bonds (2008 true up)	ResCap bonds (2008 true up)	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
4/30/2009	4/30/2009	Active	Active	Active	Active	Active	Active	263,112,594	263,112,594	ResCap bonds	ResCap bonds	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
5/1/2009	5/1/2009	Active	Active	Active	Active	Active	Active	34,735,655	34,735,655	ResCap bonds	ResCap bonds	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
5/31/2009	5/31/2009	Active	Active	Active	Active	Active	Active	50,958	50,958	Excess purchase price	Excess purchase price	Broker Dealer sale to GMAC	Broker Dealer sale to GMAC	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
6/30/2009	6/30/2009	Active	Active	Active	Active	Active	Active	112,567,552	112,567,552	ResCap bonds	ResCap bonds	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
6/30/2009	6/30/2009	Active	Active	Active	Active	Active	Active	442,600	442,600	Tax debt	Tax debt	Tax receivable from GM	Tax receivable from GM	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
11/30/2009	11/30/2009	Active	Active	Active	Active	Active	Active	750,811,827	750,811,827	ResCap bonds	ResCap bonds	Contribution from Ally to ResCap Parent (Ally return of portion of Re	Contribution from Ally to ResCap Parent (Ally return of portion of Re	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
11/30/2009	11/30/2009	Active	Active	Active	Active	Active	Active	52,376,000	52,376,000	MSR debt	MSR debt	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2009	12/31/2009	Active	Active	Active	Active	Active	Active	23,623,421	23,623,421	ResCap bonds	ResCap bonds	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2009	12/31/2009	Active	Active	Active	Active	Active	Active	164,285,214	164,285,214	MSR	MSR	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2009	12/31/2009	Active	Active	Active	Active	Active	Active	195,020,905	195,020,905	Stewardship	Stewardship	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2009	12/31/2009	Active	Active	Active	Active	Active	Active	1,435,562,736	1,435,562,736	MLHS contribution	MLHS contribution	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2009	12/31/2009	Active	Active	Active	Active	Active	Active	98,472,323	98,472,323	MSR	MSR	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2009	12/31/2009	Active	Active	Active	Active	Active	Active	600,000,000	600,000,000	Cash	Cash	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2011	12/31/2011	Active	Active	Active	Active	Active	Active	316,206,415	316,206,415	Cash (receivable at 1/231/09)	Cash (receivable at 1/231/09)	Debt forgiveness required to meet net worth requirement	Debt forgiveness required to meet net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2011	12/31/2011	Active	Active	Active	Active	Active	Active	23,043,262	23,043,262	LOC debt	LOC debt	ResCap \$250M net worth requirement	ResCap \$250M net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2011	12/31/2011	Active	Active	Active	Active	Active	Active	34,941,626	34,941,626	LOC debt	LOC debt	ResCap \$250M net worth requirement	ResCap \$250M net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2011	12/31/2011	Active	Active	Active	Active	Active	Active	30,965,367	30,965,367	LOC debt	LOC debt	ResCap \$250M net worth requirement	ResCap \$250M net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
12/31/2012	12/31/2012	Active	Active	Active	Active	Active	Active	72,434,167	72,434,167	LOC debt	LOC debt	ResCap \$250M net worth requirement	ResCap \$250M net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
1/31/2012	1/31/2012	Active	Active	Active	Active	Active	Active	121,253,960	121,253,960	LOC debt	LOC debt	ResCap \$250M net worth requirement	ResCap \$250M net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
5/11/2012	5/11/2012	Active	Active	Active	Active	Active	Active	121,253,960	121,253,960	LOC debt	LOC debt	ResCap \$250M net worth requirement	ResCap \$250M net worth requirement	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN
								125,666,479	125,666,479	Rep and Warrant Release	Rep and Warrant Release	Release on R&W to loans sold to Ally Bank as pre-Bankruptcy initial	Release on R&W to loans sold to Ally Bank as pre-Bankruptcy initial	Ally debt na for UCC/SUN	Ally debt na for UCC/SUN

RCUCCJSN11270924

RCUCCJSN11270924

v2 Added debt forgiveness from GMAC Residential Holding Co to GMAC Mortgage on line 78, 79 and 113

RCUCCJSN11270924

Residential Capital, LLC		GMAC Residential Holding Co LLC	
Date	Debt forgiveness required to meet net worth requirement	General sale of assets ⁽¹⁾	Total Residential Capital, LLC
3/31/2008	GMAC RFC Europe	\$ 3,601	\$ 3,601
6/30/2008	GMAC - RFC (UK)	2,353	2,353
7/31/2008	GMAC RFC Investr	#REF!	#REF!
10/31/2008	Investments BV G	#REF!	#REF!
11/30/2008	RFC UK Ltd Viadua	#REF!	#REF!
12/31/2008	GMAC Res Fund oi	#REF!	#REF!
3/31/2009	Australia GMAC RI	#REF!	#REF!
5/31/2009	Viaduct (no 7)	#REF!	#REF!
6/30/2009	Financiera Aurisec	#REF!	#REF!
8/31/2009	PREMAC 2 NL NI	#REF!	#REF!
9/30/2009	GMAC Mortgage L	#REF!	#REF!
10/31/2009	RFC Asset Holding	2,456	2,456
11/30/2009	GMAC Model Hom	962	962
12/31/2009	Equity Investmen	785	785
1/29/2010	RC Properties I, LI	176	176
6/7/2010	CMH Holdings, LL	96	96
10/29/2010	DOA Properties IX	91	91
7/31/2011	DOA Holding Prop	86	86
5/11/2012			
Total	\$ -	#REF!	#REF!

(\$ in millions)

Residential Capital, LLC		GMAC Residential Holding Co LLC	
Date	Debt forgiveness required to meet net worth requirement	General sale of assets ⁽¹⁾	Total Residential Capital, LLC
3/31/2008	GMAC RFC Europe	\$ 3,601	\$ 3,601
6/30/2008	GMAC - RFC (UK)	2,353	2,353
7/31/2008	GMAC RFC Investr	#REF!	#REF!
10/31/2008	Investments BV G	#REF!	#REF!
11/30/2008	RFC UK Ltd Viadua	#REF!	#REF!
12/31/2008	GMAC Res Fund oi	#REF!	#REF!
3/31/2009	Australia GMAC RI	#REF!	#REF!
5/31/2009	Viaduct (no 7)	#REF!	#REF!
6/30/2009	Financiera Aurisec	#REF!	#REF!
8/31/2009	PREMAC 2 NL NI	#REF!	#REF!
9/30/2009	GMAC Mortgage L	#REF!	#REF!
10/31/2009	RFC Asset Holding	2,456	2,456
11/30/2009	GMAC Model Hom	962	962
12/31/2009	Equity Investmen	785	785
1/29/2010	RC Properties I, LI	176	176
6/7/2010	CMH Holdings, LL	96	96
10/29/2010	DOA Properties IX	91	91
7/31/2011	DOA Holding Prop	86	86
5/11/2012			
Total	\$ -	#REF!	#REF!

(\$ in millions)

RCUCCJSN11270924

(\$ in millions)		Year					Grand Total
Debt Forgiveness From (Paying Entity)		2008	2009	2010	2011	2012	
Residential Capital, LLC	Residential I Debtor			\$ 2,000	\$ 151	\$ -	\$ 2,151
GMAC Residential Holding Co, LLC	GMAC - RFC Non Debtor,			1,800	-	-	1,800
Residential Funding Co, LLC	GMAC - RFC Sold 9/30/12			725	371	80	1,176
GMAC Model Home Finance, LLC	GMAC RFC In Sold 10/01/12			154	435	-	589
Passive Asset Transactions LLC	Investments GAAP Only e			-	165	285	449
CMH Holdings, LLC	RFC UK Ltd ¹ GAAP Only e			15	175	231	420
Flume (no.8)	GMAC Res F Non Debtor,			154	5	-	159
GX CE Funding II EV	Australia Gv Sold 7/02/12			23	122	-	145
DOA Holding Properties, LLC	Viaduct (no.) Special Purp			-	-	-	-
RFC Asset Holdings II, LLC	Financiera A Non Debtor,			-	39	-	39
Equity Investment I, LLC	GMAC-RFC F Non Debtor,			-	33	-	33
RFC Construction Funding LLC	PREEMAC 2 Special Purp			-	-	19	19
RC Properties I, LLC	GMAC Mortg Debtor			-	2,520	-	2,520
Viaduct (no.7)	RFC Asset H Debtor			1,228	-	-	1,228
DOA Properties IX, LLC	GMAC Mode Debtor			481	-	-	481
DOA Properties III, LLC	Equity Inves Debtor			392	-	-	392
GMAC Mortgage LLC	RC Property Dissolved 11			-	88	-	88
KBOne, LLC	CMH Holding Active, non c			48	-	-	48
Win-Win Boaz Parties III, LLC	DOA Property Debtor			-	-	-	-
DOA Properties V, LLC	DOA Holding Debtor			43	0	-	43
DOA Properties IIB, LLC	Equity Inves Dissolved 8/			31	-	-	31
DOA Holdings NoteCo, LLC	KBOne, LLC Entity and it			18	21	-	21
GMAC Model Home I, LLC	DOA Property Dissolved 8/			14	-	-	14
LeOne, LLC	RFC-GSAP St Debtor			7	-	-	7
DOA Properties IV, LLC	DOA Property Dissolved 11			-	-	-	-
Global GRI Services LLC	Debt Asset Dissolved 11			6	-	-	6
Debtors of Hidden Springs	DOA Holding Dissolved 4			-	-	-	-
Hidden Springs Sewer Company	REG-PFH I Dissolved 11			5	-	-	5
REG-PFH, LLC	LeOne, LLC Entity and it			4	-	-	4
CNCMTH LLC	RFC Constr Debtor			-	-	-	-
Ameriland LLC	Hidden Spru Sold 9/23/12			2	-	-	2
Homecomings Financial, LLC				-	-	-	-
GRAND TOTAL				\$ 7,149	\$ 4,124	\$ 615	\$ 11,888